Exhibit K

Consolidated Financial Statements

Key Patent Innovations Limited

For the year ending 31 December 2022

Contents

Officers and Professional Advisers

Directors	Máiréad Lyons Angela Quinlan Paul Riley Paul Seaman Glen Gibbons
Company Secretary	Bradwell Limited
Registered Number	669284
Registered Office	The Glasshouses GH2, 92 George's Street Lower Dun Laoghaire Dublin, Ireland
Auditor	PricewaterhouseCoopers One Spencer Dock North Wall Quay Dublin 1, Ireland
Solicitor	Arthur Cox Ten Earlsfort Terrace Dublin 2, Ireland
Bankers	Allied Irish Bank 7 – 12 Dame Street Dublin 2, Ireland

Directors' Report for the year ending 31 December 2022

The Directors present their annual report and the audited consolidated financial statements for the year ending 31 December 2022.

General Information and Principal Activities

Key Patent Innovations Limited ("the company") is a private company incorporated and domiciled in the Republic of Ireland. The company was incorporated on 3rd April 2020. The company together with its wholly owned subsidiaries are collectively referred to as the "Group". The Group specialises in acquiring, managing, exploiting, prosecuting, licensing, disposing of and otherwise monetising patent families attributable to technologies found in commercial products such as consumer electronics.

Business Review and future developments

The Directors acknowledge the performance of the company for the financial year and are satisfied with the financial position as at year end. The Directors have prepared forecasts of expected performance and cash flows and consider it appropriate that the going concern basis be adopted in preparation of the financial statements. For future periods, the company is expected to continue its IP monetization efforts.

Results and Dividends

The results for the year are set out in the Income Statement on page 9. After a share capital reduction process, the Directors declared a dividend of $11,645,561.64 on 1 December 2022.

The Directors and Secretary and their interests in the Shares of the Company

The Directors who served the company during the year were as follows:

Máiréad Lyons
Angela Quinlan
Paul Riley
Paul Seaman
Glen Gibbons
Company Secretary - Bradwell Limited

In accordance with section 329 of the Companies Act 2014, neither the company Directors nor the company secretary have any financial interest in Key Patent Innovations Limited.

Directors' Report for the year ending 31 December 2022

Events since the balance sheet date

The Group registered a subsidiary, Malikie Innovations Limited ("Malikie"), in February 2023. This subsidiary acquired the legal title to a patent portfolio from BlackBerry Limited ("BlackBerry") in May 2023. Under the terms of the agreement, Malikie paid $170 million in cash to BlackBerry on closing, and will pay an additional $30 million in cash no later than the third anniversary of closing. BlackBerry will also be entitled to receive annual cash royalties from the profits generated on these patents, up to an initial cap of $700 million. The cap is subject to an annual increase of an amount equal to 4% of the remaining portion of the $700 million that has not been paid to BlackBerry as of the date of the increase.

As a result of the Groups licensing and monetisation efforts on its patent portfolios, the Group had sufficient distributable reserves post year end to declare a dividend of $20 million in April 2023.

Going Concern

Having considered the Group's current financial position and its cash flow projections, the Directors believe that the Group will be able to continue in operational existence for at least the next twelve months from the date of approval of the financial statements and that it is appropriate to prepare the financial statements on a going concern basis. The Directors assumption that the Group will continue as a going concern is based on (1) the ability of the Group's ultimate parent undertakings and controlling parties to continue as going concerns and to provide financial support, and (2) the ability of the company to generate revenue post year end. The ultimate parent undertakings and controlling parties has confirmed they have the ability to provide or procure financial assistance as and when needed to enable KPI to continue its operations and fulfil its financial obligations for a minimum period of twelve months from the date of signing these financial statements.

Principal Risks and Uncertainties

The Directors consider that the principal risks and uncertainties faced by the Group are in the following categories:

Economic risks: including, but not limited to, the risk of slow economic growth having an adverse impact on markets served by the Group. Global economic conditions could materially adversely impact operations and performance. Uncertainty about global economic conditions due to inflationary pressures, and the international conflict in Ukraine, could result in Group customers postponing licenses of our patent portfolios in response to tighter credit, unemployment, negative financial news and/or declines in income or asset values and other macroeconomic factors, which could have a material negative effect on demand for our patent portfolios and, accordingly, on our business, results of operations or financial condition.

Financial risks: including, but not limited to, the uncertainty of financial returns and the potential for financial loss. The Group has budgetary and financial reporting procedures, supported by appropriate key performance indicators, to manage credit, liquidity and other financial risks.

Directors' Report for the year ending 31 December 2022

Accounting Records

The Directors believe that they have complied with the requirements of Section 281 to 285 of the Companies Act 2014 with regard to the keeping of accounting records and employing persons with appropriate expertise and by providing adequate resources to the financial function. The books and accounting records are held at The Glasshouses GH2, 92 George's Street Lower, Dun Laoghaire, Dublin, Ireland.

Statement of relevant audit information

Each of the persons who are Directors at the time when this Directors' report is approved has confirmed that:

- so far as that Director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- that Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Auditors

The auditors, PricewaterhouseCoopers, continue in office in accordance with section 383(2) of the Companies Act 2014.

Signed on behalf of the Directors

Angela Quinlan

Glen Gibbons

Approved by the Directors on 12/9/23

Directors' Responsibility Statement for the year ending 31 December 2022

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with Irish law and regulations.

Irish company law requires the Directors to prepare the Group and company financial statements for each financial year. Under the law, the Directors have elected to prepare the Group and company financial statements in accordance with the Companies Act 2014 and Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' issued by the Financial Reporting Council and promulgated by Chartered Accountants Ireland.

Under company law, the Directors must not approve the Group and company financial statements unless they are satisfied that they give a true and fair view of the assets, liabilities, and financial position of the Group as at the financial year end date, of the profit or loss for that financial year and otherwise comply with the Companies Act 2014.

In preparing each of the Group and company financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with applicable accounting standards, identify those standards, and note the effect and the reasons for any material departure from those standards; and
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Group and company will continue in business.

The Directors are responsible for ensuring that the Group keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the Group and company, enable at any time the assets, liabilities, financial position and profit or loss of the Group to be determined with reasonable accuracy, enable them to ensure the financial statements and Directors' Report comply with the Companies Act 2014 and enable the financial statements to be audited. They are also responsible for safeguarding the assets of the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Signed on behalf of the Directors

Angela Quinlan

Glen Gibbons

Date: 12/9/23

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Independent auditors' report to the members of Key Patent Innovations Limited

Report on the audit of the financial statements

Opinion

In our opinion, Key Patent Innovations Limited's consolidated financial statements and company financial statements (the "financial statements"):

- give a true and fair view of the group's and the company's assets, liabilities and financial position as at 31 December 2022 and of the group's and the company's loss and the group's cash flows for the year then ended;
- have been properly prepared in accordance with Generally Accepted Accounting Practice in Ireland (Irish GAAP) (accounting standards issued by the Financial Reporting Council of the UK, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and Irish law); and
- have been properly prepared in accordance with the requirements of the Companies Act 2014.

We have audited the financial statements, included within the Consolidated Financial Statements (the "Annual Report"), which comprise:

- the Consolidated and Company Balance Sheet as at 31 December 2022;
- the Consolidated and Company Income Statement for the year then ended;
- the Consolidated Statement of Cash Flows for the year then ended;
- the Consolidated and Company Statement of Changes in Equity for the year then ended; and
- the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) ("ISAs (Ireland)") and applicable law. Our responsibilities under ISAs (Ireland) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in Ireland, which includes IAASA's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's or the company's ability to continue as a going concern for a period of at least twelve months from the date on which the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the group's or the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Reporting on other information

The other information comprises all of the information in the Consolidated Financial Statements other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the

financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the Companies Act 2014 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (Ireland) and the Companies Act 2014 require us to also report certain opinions and matters as described below:

- In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 2022 is consistent with the financial statements and has been prepared in accordance with the applicable legal requirements.
- Based on our knowledge and understanding of the group and company and their environment obtained in the course of the audit, we have not identified any material misstatements in the Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Directors' Responsibilities Statement set out on page 5, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view.

The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the group's and the company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group or the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (Ireland) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Our audit testing might include testing complete populations of certain transactions and balances, possibly using data auditing techniques. However, it typically involves selecting a limited number of items for testing, rather than testing complete populations. We will often seek to target particular items for testing based on their size or risk characteristics. In other cases, we will use audit sampling to enable us to draw a conclusion about the population from which the sample is selected.

A further description of our responsibilities for the audit of the financial statements is located on the IAASA website at:

https://www.iaasa.ie/getmedia/b2389013-1cf6-458b-9b8f-a98202dc9c3a/Description_of_auditors_responsibilities_for_audit.pdf

This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with section 391 of the Companies Act 2014 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2014 opinions on other matters

- We have obtained all the information and explanations which we consider necessary for the purposes of our audit.
- In our opinion the accounting records of the company were sufficient to permit the company financial statements to be readily and properly audited.
- The Company Balance Sheet is in agreement with the accounting records.

Other exception reporting

Directors' remuneration and transactions

Under the Companies Act 2014 we are required to report to you if, in our opinion, the disclosures of directors' remuneration and transactions specified by sections 305 to 312 of that Act have not been made. We have no exceptions to report arising from this responsibility.

Therese Cregg

Therese Cregg
for and on behalf of PricewaterhouseCoopers
Chartered Accountants and Statutory Audit Firm
Dublin
12 September 2023

Consolidated and Company Income Statement for the year ending 31 December 2022

	Note	Year to 31 Dec 2022 $'000	Year to 31 Dec 2021 $'000
Turnover		-	-
Cost of Sales		-	-
Gross Profit		-	-
Patent licensing, litigation, & portfolio management		(10,214)	(6,661)
Administrative expenses		(4,698)	(3,083)
Operating Loss	4	**(14,912)**	**(9,744)**
Interest receivable and similar income		161	-
Interest payable and similar expenses		-	-
Gain on disposal of IP rights	8	-	13,508
(Loss)/Profit before taxation		**(14,751)**	**3,764**
Taxation		2,149	(2,340)
(Loss)/Profit for the Financial year		**(12,602)**	**1,424**

All amounts relate to continuing operations.

There were no other gains or losses for the period other than those included in the Consolidated and Company Income Statements.

All amounts presented above are attributable to the owners of the parent.

The accounting policies and notes on page 15 to 30 form part of these financial statements.

Consolidated Balance Sheet as at 31 December 2022

	Note		31 Dec 2022 $'000		31 Dec 2021 $'000
Non-Current Assets					
Intangible Assets	8		30,604		24,096
Tangible Assets	9		7		4
Total Non-Current Assets			30,611		24,100
Current Assets					
Trade and other receivables	11	7,651		33,551	
Cash and cash equivalents	12	2,005		358	
Total Current Assets		9,656		33,909	
Creditors: amounts falling due within one year	13	(3,306)		(2,590)	
Net Current Assets			6,350		31,319
Total Assets less Current Liabilities			**36,961**		**55,419**
Creditors: amounts falling due after more than one year	13		(1,696)		(1,950)
Net Assets			**35,265**		**53,469**
Capital and reserves					
Called up share capital	14		-		-
Capital contribution			9,580		3,536
Share premium			34,005		51,005
Profit / Loss reserve			(8,320)		(1,072)
Shareholders' Funds			**35,265**		**53,469**

The financial statements were approved and authorised for issue by the Board:

Angela Quinlan

Glen Gibbons

Date 12/9/23

Company Balance Sheet as at 31 December 2022

	Note		31 Dec 2022 $'000		31 Dec 2021 $'000
Non-Current Assets					
Intangible Assets	8		30,604		24,096
Tangible Assets	9		7		4
Investment in subsidiaries	10				-
Total Non-Current Assets			30,611		24,100
Current Assets					
Trade and other receivables	11	7,651		33,551	
Cash and cash equivalents	12	2,005		358	
Total Current Assets		9,656		33,909	
Creditors: amounts falling due within one year	13	(3,306)		(2,590)	
Net Current Assets			6,350		31,319
Total Assets less Current Liabilities			**36,961**		**55,419**
Creditors: amounts falling due after more than one year	13		(1,696)		(1,950)
Net Assets			**35,265**		**53,469**
Capital and reserves					
Called up share capital	14		-		-
Capital contribution			9,580		3,536
Share premium			34,005		51,005
Profit / Loss reserve			(8,320)		(1,072)
Shareholders' Funds			**35,265**		**53,469**

The financial statements were approved and authorised for issue by the Board:

Angela Quinlan

Glen Gibbons

Date 12/9/23

Consolidated Statement of Changes in Equity for the year ending 31 December 2022

	Called up Share Capital $'000	Capital Contribution $'000	Share Premium $'000	Profit/Loss Reserve $'000	Total Equity $'000
As at 31 December 2020	-	36	11,500	(2,496)	9,040
Share Issuance	-	-	39,505	-	39,505
Capital Contribution	-	3,500	-	-	3,500
Income for the year	-	-	-	1,424	1,424
As at 31 December 2021	**-**	**3,536**	**51,005**	**(1,072)**	**53,469**
Share Issuance	-	-	-	-	-
Capital contribution	-	6,044	-	-	6,044
Loss for the year	-	-	-	(12,602)	(12,602)
Share Capital Reduction	-	-	(17,000)	17,000	-
Dividends disbursed	-	-	-	(11,646)	(11,646)
As at 31 December 2022	**-**	**9,580**	**34,005**	**(8,320)**	**35,265**

Company Statement of Changes in Equity for the year ending 31 December 2022

	Called up Share Capital $'000	Capital Contribution $'000	Share Premium $'000	Profit/Loss Reserve $'000	Total Equity $'000
As at 31 December 2020	-	36	11,500	(2,496)	9,040
Share Issuance	-	-	39,505	-	39,505
Capital Contribution	-	3,500	-	-	3,500
Loss for the period	-	-	-	1,424	1,424
As at 31 December 2021	**-**	**3,536**	**51,005**	**(1,072)**	**53,469**
Share Issuance	-	-	-	-	-
Capital contribution	-	6,044	-	-	6,044
Loss for the year	-	-	-	(12,602)	(12,602)
Share Capital Reduction	-	-	(17,000)	17,000	-
Dividends disbursed	-	-	-	(11,646)	(11,646)
As at 31 December 2022	**-**	**9,580**	**34,005**	**(8,320)**	**35,265**

Consolidated Statement of Cash Flows for the year ending 31 December 2022

	Note	Year to 31 Dec 2022 $'000	Year to 31 Dec 2021 $'000
Cash flows from operating activities			
Profit / (Loss) before taxation		(14,751)	3,764
Adjustments for:			
Amortisation of intangible assets	8	3,412	1,573
Depreciation of tangible fixed assets	9	4	2
(Increase) in debtors		(1,714)	(12,187)
Increase in creditors		462	1,341
Net cash inflow / (outflow) from operating activities		**(12,587)**	**(5,507)**
Cash flows from investing activities			
Purchase of intangible assets	8	(318)	(21,082)
Receivable from disposal of IP rights	11	20,000	(20,000)
Purchase of tangible fixed assets	9	(7)	(3)
Disposal of intangible assets	8	-	4,122
Interest received		161	-
Net cash generated / (used) in investing activities		**19,836**	**(36,963)**
Cash flows from financing activities			
Share Issuance		-	38,505
Capital contribution		6,044	3,500
Dividends paid		(11,646)	-
Net cash generated / (used) in financing activities		**(5,602)**	**42,005**
Net (decrease) / increase in cash and cash equivalents		1,647	(465)
Cash and cash equivalents at the start of the period		358	823
Cash and cash equivalents at the end of the year	12	**2,005**	**358**
Cash and cash equivalents at the end of the period comprise:	12		
Cash at banks		2,005	358

The accounting policies and notes on page 15 to 30 form part of these financial statements.

The company is a qualifying entity for the purposes of FRS 102 and has elected to take the exemption under paragraph 1.12(b) of FRS 102 not to present the company statement of cash flows.

1. General information

These financial statements comprising the Consolidated and Company Income Statements, the Consolidated and Company Balance Sheets, the Consolidated and Company Statement of Changes in Equity and the Consolidated Statement of Cash Flows constitute the financial statements of Key Patent Innovations Limited for the year ending 31 December 2022.

The company is a private company limited by shares incorporated in the Republic of Ireland. The company's registration number is 669284 and the registered office is The Glasshouses GH2, 92 George's Street Lower, Dun Laoghaire, Dublin, which is also the principal place of business of the company.

2. Accounting Policies

2.1 Basis of preparation and statement of compliance

The financial statements have been prepared on a going concern basis and under the historical cost convention in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland issued by the Financial Reporting Council and promulgated by Chartered Accountants Ireland and Irish statute comprising the Companies Act 2014.

Exemption for qualifying entities under FRS 102

FRS 102 allows a qualifying entity certain disclosure exemptions.

The company has availed of the following exemptions:

(i) Exemption from the requirements of Section 7 of FRS 102 and FRS 102 paragraph 3.17(d) to present a statement of cash flows.

(ii) Exemption from the requirement of FRS 102 paragraph 33.7 to disclose key management personnel compensation in total.

(iii) Exemption from the requirement of FRS 102 paragraph 4.12(a)(iv) to disclose a reconciliation of the number of shares outstanding at the beginning and end of the period.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Group's accounting policies (see note 3).

2.1 Basis of preparation and statement of compliance (continued)

Going concern

Having considered the Group's current financial position and its cash flow projections, the Directors believe that the Group will be able to continue in operational existence for at least the next twelve months from the date of approval of the financial statements and that it is appropriate to prepare the financial statements on a going concern basis. The Directors assumption that the Group will continue as a going concern is based on (1) the ability of the Group's ultimate parent undertakings and controlling parties, as disclosed in note 18, to continue as going concerns and to provide financial support, and (2) the ability of the company to generate revenue post year end. The ultimate parent undertakings and controlling parties have confirmed they have the ability to provide or procure financial assistance as and when needed to enable KPI to continue its operations and fulfil its financial obligations for a minimum period of twelve months from the date of signing these financial statements.

2.2 Basis of consolidation

The Group's financial statements consolidate those of the parent company and its subsidiaries as of 31 December 2022. The financial statements of the subsidiaries are prepared for the same reporting period as the Group. All transactions and balances between Group companies are eliminated on consolidation, including unrealised gains and losses on transactions between Group companies. Where unrealised losses on intra-group asset sales are reversed on consolidation, the underlying asset is also tested for impairment from a Group perspective. Amounts reported in the financial statements of subsidiaries have been adjusted where necessary to ensure consistency with the accounting policies adopted by the Group.

Subsidiaries are entities which are controlled by the parent. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. Control is presumed to exist when the parent owns, directly or indirectly through subsidiaries, more than half of the voting power of an entity. Control can also exist when the parent has the power to exercise, or actually exercises, dominant influence or control over the undertaking, or it and the undertaking are managed on a unified basis.

2.3 Revenue

Revenue and profits are attributable to the Group's principal activity of licensing intellectual property rights, and by selling assets. Revenues are recognised when it is probable that economic benefits associated with the agreement will flow to the entity and when the amount of revenue can be measured reliably.

When payment is deferred for a significant period of time, the fair value of the consideration is measured at the fair value of all future receipts determined using an imputed rate of interest.

2.4 Intangible assets

Intangible assets or acquired IP rights include patents and patent acquisition related costs, external due diligence costs, patent applications and related patent prosecution costs. Patent prosecution costs pertain to legal and administrative costs required to convert a patent application into a patent.

An intangible asset is recognised to the extent that it is probable that the expected future economic benefits attributable to the asset will flow to the Group and that its cost can be measured reliably. The asset is deemed to be identifiable when it is separable (that is, capable of being divided from the entity and sold, transferred, licensed, rented or exchanged, either individually or together with a related contract, asset or liability) or when it arises from contractual or other legal rights, regardless of whether those rights are transferable or separable from the Group or from other rights and obligations.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates.

Amortisation is charged to the Income Statement on a straight-line basis over the estimated useful lives of intangible assets. Amortisation commences in the month following the purchase of the intangible asset.

The estimated useful lives are as follows:

- Patents - 6 years – straight line
- Website Development - 5 years – straight line

Where amortisation is charged on assets with finite lives, this expense is charged to the Income Statement under the heading “Administrative expenses”. Amortisation shall cease at the earlier of the date that the asset is classified as held for sale (or included in a disposal group that is classified as held for sale) and the date that the asset is de-recognised.

2.5 Tangible fixed assets

Property and equipment are initially recognised at acquisition cost or manufacturing cost, including any costs directly attributable to bringing the assets to the location and condition necessary for them to be capable of operating in the manner intended by the Group’s management.

2.5 Tangible fixed assets (continued)

Property and equipment are carried at historical cost less accumulated depreciation and impairment losses. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset as appropriate only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repair and maintenance costs are charged to the Income Statement as incurred. The cost of assets retired or otherwise disposed of and the related accumulated depreciation are recognised in the Income Statement as part of the gain or loss on disposal in the period of disposal. Gains and losses on disposal of property, plant and equipment are included in other income or expense.

Depreciation is charged to the Income Statement on a straight-line basis to expense the cost of the assets over their expected useful lives as follows:

- Computer equipment - 3 years - straight line
- Office furniture - 3 years - straight line

Depreciation on assets is calculated in order to write-off the amounts capitalised over the estimated useful lives of the assets, or the lease term if shorter, by equal annual instalments.

2.6 Impairment of intangible assets and tangible fixed assets

The carrying amounts of the Group's intangible assets and property and equipment are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amount (being the greater of fair value less costs to sell and value in use) is assessed at each reporting date.

Fair value less costs to sell is defined as the amount obtainable from the sale of an asset or cash-generating unit in an arm's length transaction between knowledgeable and willing parties, less the costs that would be incurred in disposal. Value in use is defined as the present value of the future cash flows expected to be derived through the continued use of an asset or cash-generating unit.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the future cash flow estimates have not yet been adjusted. The estimates of future cash flows exclude cash inflows or outflows attributable to financing activities. For an asset that does not generate largely independent cash flows, the recoverable amount is determined by reference to the cash generating unit to which the asset belongs.

An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses, if any, are recognised in the Income Statement.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Following recognition of any impairment loss (and on recognition of an impairment loss reversal), the depreciation or amortisation charge applicable to the asset or cash generating unit is adjusted prospectively with the objective of systematically allocating the revised carrying amount, net of any residual value, over the remaining useful life.

2.7 Debtors

Short term debtors are measured at transaction prices, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

Trade debtors falling due more than one year are recognised at their present value. The present value is determined by reference to the total amount payable in future periods, discounted back to their present value at an appropriate discount rate and recognised over the period until payment.

2.8 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and on demand deposits, together with other short-term, highly liquid investments, that are readily convertible into known amounts of cash and which are subject to an insignificant risk of change in value.

2.9 Financial instruments

The Group only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at the present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.10 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

Trade creditors falling due after more than one year are recognised at their present value. The present value is determined by reference to the total amount payable in future periods, discounted back to their present value at an appropriate discount rate and recognised over the period until payment.

2.11 Provision for liabilities

Provisions are recognised when present obligations as a result of a past event will probably lead to an outflow of economic resources from the Group and amounts can be estimated reliably. Timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of legal or constructive commitment that has resulted from past events.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Provisions are discounted to their present values, where the time value of money is material. All provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

Any reimbursement that the Group is virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision.

No liability is recognised if an outflow of economic resources as a result of present obligations is not probable. Such situations are disclosed as contingent liabilities unless the outflow of resources is remote.

2.12 Related parties

For the purposes of these financial statements a party is considered to be related to the Group if;

- the party has the ability, directly or indirectly, through one or more intermediaries to control the company or exercise significant influence over the company in making financial and operating policy decisions or has joint control over the company;
- the company and party are subject to common control;
- the party is an associate of the company or forms part of a joint venture with the company;
- the party is a member of key management personnel of the company or the company's parent or a close family member of such an individual, or is an entity under the control, joint control or significant influence of such individuals;
- the party is a close family member of a party referred to above or is an entity under the control or significant influence of such individuals; or
- the party is a post-employment benefit plan which is for the benefit of employees of the company or of any entity that is a related party of the company.

2.13 Foreign currency

The majority of the transactions of the Group are generated in US Dollars. The Group's management has determined that the US Dollar is the primary currency of the economic environment in which the company principally operates. Thus the functional currency and presentation currency of the Group is the US Dollar.

Monetary assets and liabilities denominated in foreign currencies are translated at the rates of exchange ruling at the reporting date. The resulting gains and losses are included in the Income Statement. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

2.14 Pensions

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in the Income Statement when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Group in independently administered funds.

2.15 Interest income

Interest income is recognised in the Income Statement using the effective interest method.

2.16 Current and deferred taxation

The tax expense recognised in the financial statements comprises the sum of current income tax and deferred tax not recognised directly in equity.

Current tax

Current income tax assets and / or liabilities comprise of those obligations to, or claims from, fiscal authorities relating to the current or prior reporting periods that are unpaid at the reporting date. Current tax is payable on taxable profit which differs from the profit or loss in the financial statements.

The calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

2.16 Current and deferred taxation (continued)

Deferred taxation

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

3. Significant estimates and assumptions

The preparation of the financial statements in conformity with FRS 102 requires management to make judgments, estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. The judgments, estimates and assumptions used in the financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results could differ from these estimates, and the effect of any change in estimates will be adjusted in the financial statements when they become reasonably determinable. Judgments, estimates, and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under these circumstances.

Estimates and Assumptions

The key estimates and assumptions concerning the future and other key sources of estimation uncertainty at the financial reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Impairment of non-financial assets – including intangible assets

An asset is assessed for impairment when there are indications of impairment, and any impairment is charged to the Income Statement. In assessing impairment, management estimates the recoverable amount of each asset based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate.

Useful lives of depreciable and finite lived assets

Management reviews its estimate of the useful lives of depreciable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical obsolescence that may change the utility of certain intangible assets.

4. Loss on ordinary activities before taxation

The operating loss is stated after charging:

	Year to 31 Dec 2022 $'000	Year to 31 Dec 2021 $'000
Depreciation of tangible fixed assets	4	2
Amortisation of intangible assets	3,410	1,573
Exchange differences	75	51
Defined contribution pension cost	49	33
Audit cost	56	66

5. Employees

Group and Company

Staff costs, including Directors' remuneration, were as follows:

	Year to 31 Dec 2022 $'000	Year to 31 Dec 2021 $'000
Wages and salaries	716	640
Social insurance costs	76	46
Cost of defined contribution scheme	53	33
	845	719

The average monthly number of employees, including the Directors, during the period was as follows:

	Year to 31 Dec 2022	Year to 31 Dec 2021
Non-Executive Directors	4	3
Directors / staff	4	2
	8	5

6. Directors' remuneration

	Year to 31 Dec 2022 $'000	Year to 31 Dec 2021 $'000
Aggregate emoluments paid to or receivable by Directors in respect of qualifying services	384	576
Social insurance costs	48	40
Company pension contributions to defined contribution pension schemes	25	28
	457	644

7. Taxation

The tax assessed on the loss on ordinary activities for the period is the same as the standard rate of corporation tax in Ireland of 12.5%.

	Year to 31 Dec 2022 $'000	Year to 31 Dec 2021 $'000
Analysis of tax charge in the financial year		
Deferred tax asset for losses carried forward unutilised	2,070	-
Movement in deferred tax liability on disposal of IP rights	79	(2,340)
Total deferred tax	**2,149**	**(2,340)**
Total Taxation	**2,149**	**(2,340)**

	Year to 31 Dec 2022 $'000	Year to 31 Dec 2021 $'000
(Loss) / Income on ordinary activities before taxation	(14,751)	3,764
Income / (Loss) on ordinary activities multiplied by standard rate of corporation tax in Ireland of 12.5% (2021: 12.5%)	(1,844)	(471)
Additional tax arising from profits chargeable at 25%	(20)	(3,377)
Non-deductible expenses	445	301
Relief for losses carried forward	813	1,207
Utilisation of losses	606	-
Other timing differences	2,070	-
Overprovision in prior year	79	-
Total current tax	**2,149**	**(2,340)**

8. Intangible assets

Group and Company

	Patents	Website Development	Total
	$'000	$'000	$'000
Cost			
As at 1 January 2022	26,433	5	26,438
Additions	318	-	318
Additions - WIP	9,604	-	9,604
Disposals	-	-	-
Abandoned applications	(2)	-	(2)
As at 31 December 2022	36,353	5	36,358
Accumulated Amortisation			
As at 1 January 2022	(2,341)	(1)	(2,342)
Charge for the year	(3,410)	(2)	(3,412)
Disposals	-	-	-
As at 31 December 2022	(5,751)	(3)	(5,754)
Net book value			
As at 1 January 2022	24,092	4	24,096
As at 31 December 2022	**30,602**	**2**	**30,604**

The legal titles to the acquired patents are held by Pictiva Displays International Limited and Valtrus Innovations Limited ("the subsidiaries"), 100% owned subsidiaries of Key Patent Innovations Limited (see note 10). These subsidiaries were set up solely to acquire the intangible assets and do not beneficially hold any assets or liabilities. The beneficial owner of the intangible assets is the company, as set out in a declaration of trust signed by the company and the subsidiaries. Accordingly, the intangible assets and related receivables and payables have been recorded in the accounts of the company.

The useful life of intangibles assets is based on its expected utilisation by the Group.

Intangible assets include patent prosecution costs that pertain to legal and administrative costs required to convert a patent application into a patent. If a patent is granted, amortisation for appropriate cost begins. Patent prosecution costs for applications labelled "abandoned" or dropped from patenting are written-off.

Intangible WIP relates to a portfolio of patents acquired across eight separate tranches, with $9.6M in additions capitalised in 2022. These assets commenced amortisation on the date the last tranche was acquired by the Group. These patents are to be commercially exploited as one portfolio.

The Group disposed of a share of IP rights to a third party for $20 million in 2021 resulting in a gain on disposal, as disclosed in the Consolidated and Company Income Statement.

9. Tangible assets

Group and Company

	Office Furniture $'000	Computer Equipment $'000	Total $'000
Cost			
As at 1 January 2022	1	6	7
Additions	-	7	7
As at 31 December 2022	1	13	14
Accumulated Depreciation			
As at 1 January 2022	-	(3)	(3)
Charge for the year	-	(4)	(4)
As at 31 December 2022	-	(7)	(7)
Net book value			
As at 1 January 2022	1	3	4
As at 31 December 2022	**1**	**6**	**7**

10. Investment in Subsidiaries

The company has the following directly held subsidiary undertakings:

Name	Registered Office	Principal Activity	Class of shares	Holding
Pictiva Displays International Limited	Ireland	Investment holding co.	Ordinary	100%
Valtrus Innovations Limited	Ireland	Investment holding co.	Ordinary	100%

None of the shares in the above subsidiaries are listed on a stock exchange. In the opinion of the Directors, the shares in the company's subsidiaries are worth at least the amounts at which they are stated in the balance sheet. The amounts involved are nominal and are not visible on the balance sheet due to rounding. All subsidiary undertakings have been included in these consolidated financial statements.

11. Trade and other receivables

	Group 31 Dec 2022 $'000	Company 31 Dec 2022 $'000	**Group 31 Dec 2021 $'000**	Company 31 Dec 2021 $'000
Due within one year				
Accounts receivable	-	-	103	103
Prepaid patent acquisitions	-	-	9,605	9,605
Prepaid patent maintenance fees	1,160	1,160	1,105	1,105
Other prepayments	36	36	34	34
VAT receivable	22	22	22	22
Amounts receivable from parent	1,145	1,145	1,001	1,001
Amounts receivable from affiliate	648	648	20,000	20,000
Deferred tax asset	2,070	2,070	-	-
Capitalised due diligence	733	733	-	-
	5,814	**5,814**	**31,870**	**31,870**

	Group 31 Dec 2022 $'000	Company 31 Dec 2022 $'000	**Group 31 Dec 2021 $'000**	Company 31 Dec 2021 $'000
Due after one year				
Prepaid patent maintenance fees	1,837	1,837	1,681	1,681
	1,837	**1,837**	**1,681**	**1,681**

The carrying value of trade and other receivables is considered a reasonable approximation of fair value.

Capitalised due diligence comprises external due diligence costs incurred in assessing future patent acquisitions. These costs are capitalised post year end in accordance with the timing of a deal closing.

12. Cash and cash equivalents

	Group 31 Dec 2022 $'000	Company 31 Dec 2022 $'000	**Group 31 Dec 2021 $'000**	Company 31 Dec 2021 $'000
Cash at banks				
Euro	195	195	170	170
US Dollars	1,810	1,810	188	188
	2,005	**2,005**	**358**	**358**

13. Creditors

Creditors: amounts falling due within one year

	Group 31 Dec 2022 $'000	Company 31 Dec 2022 $'000	**Group 31 Dec 2021 $'000**	Company 31 Dec 2021 $'000
Payable within one year				
Trade creditors	982	982	338	338
Amounts owed to parent undertakings	578	578	999	999
Taxation	612	612	416	416
Accruals	1,134	1,134	837	837
	3,306	**3,306**	**2,590**	**2,590**

All amounts are short-term in nature. The carrying value of trade and other payables is considered to be a reasonable approximation of fair value. Amounts owed to parent undertakings are unsecured, interest free, and are repayable within 30 days of invoice date.

	Group 31 Dec 2022 $'000	Company 31 Dec 2022 $'000	**Group 31 Dec 2021 $'000**	Company 31 Dec 2021 $'000
Taxation				
Corporation tax	565	565	390	390
PAYE / PRSI	47	47	26	26
	612	**612**	**416**	**416**

13. Creditors

Creditors: amounts falling due after more than one year

	Group 31 Dec 2022 $'000	Company 31 Dec 2022 $'000	**Group 31 Dec 2021 $'000**	Company 31 Dec 2021 $'000
Due after one year				
Deferred tax liability	1,696	1,696	1,950	1,950
	1,696	**1,696**	**1,950**	**1,950**

The deferred tax liability relates to tax payable on the gain arising on the disposal of IP rights to a third party in 2021. This tax is payable annually up to 2026.

14. Share capital

The company has an allotted, called up and fully paid share capital of 4 ordinary shares of €1 each as at year end. (2024: 4 ordinary shares of €1 each)

15. Related party transactions

Group

The total remuneration for Directors and key management personnel for the financial period is outlined in note 6.

Company

Transactions with parent entity

The company provided a loan to its parent entity, New PP Licensing LLC, on 5th April 2022 for $11.5M, with an interest charge of 2% per annum. This loan, together with interest owed, was fully discharged on 1st December 2022.

Transactions with entities controlled by its parent

The company is party to a services agreement with an entity controlled by its parent for the purpose of assisting the Group in sourcing and managing intellectual property investments. The costs incurred to this party amounted to $3.1M (2021: $3.2M) during the period, with $578K (2021: $999K) (see note 13) outstanding at period end.

16. Pension commitments

The Group has a defined contribution pension plan. The assets of the plan are held separately from those of the Group in an independently administered fund. The pension cost charge represents contributions payable by the Group to the fund and amounted to $53K (2021: $33K) during the period. $10K (2021: $5K) was due to the pension fund at period end, comprising of both employer and employee contributions.

17. Post balance sheet events

The Group registered a subsidiary, Malikie Innovations Limited ("Malikie"), in February 2023. This subsidiary acquired the legal title to a patent portfolio from BlackBerry Limited ("BlackBerry") in May 2023. Under the terms of the agreement, Malikie paid $170 million in cash to BlackBerry on closing, and will pay an additional $30 million in cash no later than the third anniversary of closing. BlackBerry will also be entitled to receive annual cash royalties from the profits generated on these patents, up to an initial cap of $700 million. The cap is subject to an annual increase of an amount equal to 4% of the remaining portion of the $700 million that has not been paid to BlackBerry as of the date of the increase.

As a result of the Groups licensing and monetisation efforts on its patent portfolios, the Group had sufficient distributable reserves post year end to declare a dividend of $20 million in April 2023.

18. Controlling party

As at year end, the Groups ultimate parent undertaking and controlling party was Centerbridge Credit Partners Master, L.P., a Cayman Islands based limited partnership. As at the date of signing of these financial statements, the Groups ultimate parent undertakings and controlling parties were;

- Centerbridge Credit Partners Master, L.P., a Cayman Islands based limited partnership,
- Centerbridge Special Credit Partners III-Flex AIV III, L.P., a US based limited partnership, and;
- Centerbridge Special Credit Partners IV Master, L.P., a Delaware based limited partnership.

19. Section 357 Guarantees

Pursuant to the provisions of Section 357, Companies Act, 2014, the company has guaranteed the liabilities of its Irish based subsidiaries listed in note 10 to these financial statements. These subsidiaries have been exempted from the filing provisions of Section 347, Companies Act, 2014.

20. Approval of financial statements

The board of Directors approved these financial statements for issue on 12 September 2023.